

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>		1. CONTRACT ID CODE		PAGE OF PAGES <b>1</b>   <b>2</b>	
2. AMENDMENT/MODIFICATION NO. <b>P00053</b>		3. EFFECTIVE DATE <b>SEE BLOCK 16C</b>		4. REQUISITION/PURCHASE REQ. NO.	
6. ISSUED BY <b>SPACE AND NAVAL WARFARE SYSTEMS COMMAND 4301 PACIFIC HIGHWAY SAN DIEGO, CA 92110-3127 POC: Nancy Sterling, Contract Specialist, 02-31E 619-524-7145, nancy.sterling@navy.mil</b>		CODE <b>N00039</b>		5. PROJECT NO. (If applicable)  CODE <b>S2203A</b>	
		7. ADMINISTERED BY (If other than Item 6) <b>DCMA Boston GD Government Systems Corporation 77 "A" Street Needham MA 02194-2892</b>			
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code)  <b>General Dynamics Network Systems Inc. 77 "A" Street Needham Heights, MA 02194-2892 POC: Tricia Caram, Contract Administrator 781-455-2010, tricia.caram@gd-ns.com</b>				<input checked="" type="checkbox"/> 9A. AMENDMENT OF SOLICITATION NO.  <input type="checkbox"/> 9B. DATED (SEE ITEM 11)  <input type="checkbox"/> 10A. MODIFICATION OF CONTRACT/ORDER NO. <b>N68939-97-D-0041</b> <input checked="" type="checkbox"/> 10B. DATED (SEE ITEM 13)  <b>29 July 1997</b>	
CODE <b>2D423</b>		FACILITY CODE			

**11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS**

☐ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing Items 8 and 15, and returning \_\_\_\_\_ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter of telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

**12. ACCOUNTING AND APPROPRIATION DATA (If required)**

**N/A - To Be Specified on the Individual Delivery Orders**

**13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS.  
IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

<input checked="" type="checkbox"/>	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A. (Specify authority) THE CHANGES
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b)
<b>X</b>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: <b>MUTUAL AGREEMENT OF THE PARTIES</b>
	D. OTHER

**E. IMPORTANT:** Contractor is not **X** is required to sign this document and return **1** copies to the issuing office.

**14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)**

The purpose of this contract modification is to Exercise Option for Contract Year 10.  
SEE ATTACHED

**Continued on Page 2**

15A. NAME AND TITLE OF SIGNER (Type of print): KL <b>Tricia Caram Contract Administrator</b>		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) <b>George E. Petersen</b>	
15B. CONTRACT/OFFEROR <b>Tricia Caram</b> (Signature of person authorized to sign)	15C. DATE SIGNED <b>7/29/06</b>	16B. UNITED STATES OF AMERICA <b>George E. Petersen</b> (Signature of Contracting Officer)	16C. DATE SIGNED <b>7/28/06</b>

1. Under Part I, pursuant to clause I-9 FAR 52.217-9 Option to Extend the Term of the Contract (MAR 89), this modification exercises the Option for Contract Year 10 (CY10) for the period of 29 July 2006 through 28 July 2007 as indicated below.
2. As a result of exercising the option for Contract Year 10, all the pricing exhibits (B tables, See Below) are replaced in their entirety and are available on the World Wide Web at :  
[www.it-umbrella.navy.mil/contract/vivid/gd/vivid-gd.shtml](http://www.it-umbrella.navy.mil/contract/vivid/gd/vivid-gd.shtml).

Exhibit B\_A1A-P53 - Digital Switching Systems  
Exhibit B\_A1B-P53 - Modernization of GOE Switching Systems  
Exhibit B\_A1C-P53 - End User Equipment Part B3  
Exhibit B\_A1D-P53 - Sonet Multiplexers  
Exhibit B\_A1E-P53 - Enterprise Connectivity, Interoperability, Communications and Management  
Exhibit B\_A1F-P53 - Hardware and Software  
Exhibit B\_A1G-P53 - Ship to Shore Connectivity  
Exhibit B\_A3-P53 - Cabling  
Exhibit B\_B1-P53 - Standard Per Call Maintenance  
Exhibit B\_B2-P53 - Rapid Response Per Call Maintenance  
Exhibit B\_C1-P53 - Training  
Exhibit B\_D1A-P53 - Labor  
Exhibit B\_D1B-P53 - Manuals  
Exhibit B\_D1C-P53 - Installation Reqmts Analysis, Surveys  
Exhibit B\_D2-P53 - Custom Outsource  
Exhibit B\_E1-P53 - ODC's

3. Except as provided herein, all other terms and conditions of N68939-97-D-0041 remain unchanged and in full force and effect.